

EXHIBIT 3

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re VEECO INSTRUMENTS INC.	:	Case No.: 7:05-md-01695 (CM)(GAY)
SECURITIES LITIGATION	:	
-----	X	
-----	X	
THIS DOCUMENT RELATES TO	:	
ALL ACTIONS	:	
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SUMMARY NOTICE OF PROPOSED SETTLEMENT OF CLASS ACTION

**TO: ALL PERSONS AND ENTITIES WHO PURCHASED THE
SECURITIES OF VEECO INSTRUMENTS INC. (“VEECO”)
BETWEEN APRIL 26, 2004 AND FEBRUARY 10, 2005, INCLUSIVE,
 (“THE CLASS”).**

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Southern District of New York, that a hearing will be held on November 2, 2007 at ____ a.m., before the Honorable Colleen McMahon, United States District Judge, at the United States District Court for the Southern District of New York, Courtroom 21B, United States Courthouse, 500 Pearl Street, New York, New York 10007, to determine whether the proposed settlement (the “Settlement”) of the above-captioned action (“Action”) for \$5,500,000 in cash should be approved by the Court as fair, reasonable and adequate; whether to award Lead Plaintiff’s Counsel attorneys’ fees, and reimbursement of expenses out of the Settlement Fund (as defined in the Notice of Proposed Settlement of Class Action (“Notice”), which is discussed below); whether to award Lead Plaintiff reimbursement of expenses for representation of the Class; and whether the Plan of Allocation should be approved by the Court.

IF YOU PURCHASED VEECO INSTRUMENTS INC. SECURITIES IN THE PERIOD DESCRIBED ABOVE, YOUR RIGHTS MAY BE AFFECTED BY THE SETTLEMENT OF THIS ACTION. To share in the distribution of the Settlement Fund, you must establish your rights by filing a Proof of Claim and Release Form on or before December 3, 2007. Your failure to submit your Proof of Claim and Release Form by December 3, 2007 will subject your claim to rejection and preclude your receiving any money in connection with the Settlement of this Action. If you are a Member of the Class and did not request exclusion from the Class, you will be bound by the Settlement and any judgment and Release entered in the Action, including, but not limited to, the Final Order, whether or not you submit a Proof of Claim and Release Form.

If you have not yet received the Notice, which more completely describes the Settlement and your rights thereunder, and a Proof of Claim and Release Form, you may obtain these documents by writing to:

Claims Administrator
Veeco Instruments Inc. Securities Litigation
Heffler, Radetich & Saitta LLP
P.O. Box 59027
Philadelphia, PA 19102-9027

You may also call (800) 768-8450. Inquiries should NOT be directed to Veeco, the Court, or the Clerk of the Court.

Inquiries, other than requests for the Notice, Proof of Claim and Release Form, may be made to Plaintiff's Lead Counsel:

Sherrie R. Savett, Esquire
Phyllis M. Parker, Esquire
Berger & Montague, P.C.
1622 Locust Street
Philadelphia, PA 19103
(215) 875-3000

IF YOU DESIRE TO BE EXCLUDED FROM THE CLASS, YOU MUST SUBMIT A REQUEST FOR EXCLUSION BY OCTOBER 19, 2007, IN THE MANNER AND FORM EXPLAINED IN THE NOTICE. ALL MEMBERS OF THE CLASS WHO HAVE NOT REQUESTED EXCLUSION FROM THE CLASS WILL BE BOUND BY THE SETTLEMENT ENTERED IN THE ACTION EVEN IF THEY DO NOT FILE A TIMELY PROOF OF CLAIM AND RELEASE FORM.

Dated: _____, 2007

BY ORDER OF THE UNITED STATES
DISTRICT COURT FOR THE SOUTHERN
DISTRICT OF NEW YORK